

Exhibit C

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

Objection Deadline:
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE
PERIOD OF JANURY 1, 2014 THROUGH JANUARY 31, 2014**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Matter 101 – Bankruptcy Matters

Fees

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$671.00	0.8	\$ 536.80
TOTAL				0.8	\$ 536.80

Expenses

Description	Total
Photocopying	\$ 11.10
TOTAL	\$ 11.10



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

February 28, 2014
Invoice No.: 534590
Matter No.: 08743.00101

Re: Bankruptcy Matters

For Professional Services rendered through January 31, 2014

Fees	\$536.80
Disbursements	<u>11.10</u>
Total Fees and Disbursements	<u>\$547.90</u>

Matter No.: 08743.00101
Re: Bankruptcy Matters

Invoice No.: 534590
February 28, 2014
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Narrative</u>	<u>Hours</u>
01/29/14	Jaffe	B110	Quarterly fee application preparation (.8).	0.8
			Total Hours	0.8

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Matter No.: 08743.00101
Re: Bankruptcy Matters

Invoice No.: 534590
February 28, 2014
Page 3

TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Seth D. Jaffe	0.8	at 671.00	= 536.80
		Total Fees	\$536.80

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Matter No.: 08743.00101
Re: Bankruptcy Matters

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Disbursement Summary

<u>Date</u>		<u>Amount</u>
01/29/14	In-House Photocopying	5.10
01/30/14	In-House Photocopying	6.00
	Total Disbursements	\$11.10
	Total Fees	\$536.80
	Total Disbursements	<u>11.10</u>
	Total Fees and Disbursements	<u>\$547.90</u>

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Seth D. Jaffe
617-832-1203
Boston

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W.R. Grace & Co.

February 28, 2014
Invoice No.: 534590
Matter No.: 08743.00101

Re: **Bankruptcy Matters**

Total Fees and Disbursements **\$547.90**

Remittance Address:

Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions CitiBank, N.A. 666 5 th Avenue, Floor 5 New York, NY 10103	ABA: 221172610 Swift #: CITIUS33 Account #: 1255513785 Beneficiary: Foley Hoag LLP
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Reference
Information:

Client/Matter #: 08743.00101, Invoice #: 534590
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company

Matter 102 - Blackburn and Union Privileges Superfund Site, Walpole, Mass

Fees

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$671.00	2.8	\$ 1,878.80
TOTAL				2.8	\$ 1,878.80



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

February 28, 2014
Invoice No.: 534591
Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

For Professional Services rendered through January 31, 2014

Fees	\$1,878.80
Total Fees and Disbursements	<u>\$1,878.80</u>

Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole,
Mass

Invoice No.: 534591

February 28, 2014

Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
01/15/14	Jaffe	P230	Emails with Mr. Campbell regarding Shaffer lot sale (.3).	0.3
01/21/14	Jaffe	P230	Reviewing, revising Mr. Campbell draft response to EPA regarding agreement with Town of Walpole, and emails with team regarding same (1.2).	1.2
01/24/14	Jaffe	P230	Emails with team regarding agreement with Town and review of EPA comments regarding same (.6).	0.6
01/30/14	Jaffe	P230	Drafting access agreement for bidders; emails with team regarding same (.7).	0.7
			Total Hours	2.8

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Matter No.: 08743.00102
Re: Blackburn and Union Privileges Superfund Site, Walpole,
Mass

Invoice No.: 534591
February 28, 2014
Page 3

TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Seth D. Jaffe	2.8	671.00	= \$1,878.80

Total Fees	\$1,878.80
Total Fees and Disbursements	<u>\$1,878.80</u>

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Seth D. Jaffe
617-832-1203
Boston

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W.R. Grace & Co.

February 28, 2014
Invoice No.: 534591
Matter No.: 08743.00102

Re: **Blackburn and Union Privileges Superfund Site, Walpole, Mass**

Total Fees and Disbursements **\$1,878.80**

Remittance Address:

Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions

CitiBank, N.A.
666 5th Avenue, Floor 5
New York, NY 10103

ABA: 221172610

Swift #: CITIUS33

Account #: 1255513785

Beneficiary: Foley Hoag LLP

Reference
Information:

Client/Matter #: 08743.00102, **Invoice #:** 534591

Billing Attorney: Seth D. Jaffe

Wire Originator: W.R. Grace & Company

Matter 103 – Wells G&H Superfund Site**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$671.00	39.7	\$ 26,638.70
Jonathan E. Book	Counsel	Real Estate	\$560.00	8.1	\$ 4,536.00
Amy E. Boyd	Associate	Environmental	\$523.00	40.5	\$ 21,181.50
LESS DISCOUNT					\$ 5,000.00
TOTAL				88.3	\$ 47,356.20

Expenses

Description	Total
Telephone	\$ 14.43
Photocopying	\$ 0.40
Document Production	\$.24
TOTAL	\$ 44.67



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

February 28, 2014
Invoice No.: 534592
Matter No.: 08743.00103

Re: Wells G&H Superfund Site

For Professional Services rendered through January 31, 2014

Fees	\$52,356.20
Less Discount	<u>(5,000.00)</u>
Total Fees	\$47,356.20
Fees	\$47,356.20
Disbursements	<u>44.67</u>
Total Fees and Disbursements	<u>\$47,400.87</u>

Matter No.: 08743.00103
 Re: Wells G&H Superfund Site

Invoice No.: 534592
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<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
01/03/14	Book	P230	Review draft purchase agreement re: easement	0.9
01/06/14	Book	P230	Draft easement agreement; e-mail to S. Jaffe.	4.5
01/06/14	Jaffe	P230	Emails with Mr. Bibler and mediator regarding mediation arrangements (.3).	0.3
01/07/14	Book	P240	Review S. Jaffe revisions to Easement Agreement; revise same and e-mail to S. Jaffe.	0.4
01/07/14	Jaffe	P230	Attention to Central Area mediation, including call with UniFirst and mediator, emails with team, and preparation for mediation (1.7); attention to easement for potential buyer, including review of Book draft, emails with Mr. Book regarding same, and emails with client regarding same (.4).	2.1
01/08/14	Jaffe	P230	Office conference with Ms. Boyd regarding mediation brief and emails with team, Mr. Bibler, and mediator regarding mediation (1.4).	1.4
01/08/14	Boyd	P230	Review background materials from S. Jaffe in preparation for meeting about mediation statement (.9); meeting with S. Jaffe about mediation statement (.4); conducted legal research on allocation (.6).	1.9
01/10/14	Jaffe	P230	Attention to UniFirst and Central area issues, including planning for mediation and reviewing Mr. Guswa scope to define source of off-site contamination (.8).	0.8
01/10/14	Boyd	P230	Reviewed UniFirst presentation (.4); reviewed JG Environmental technical memoranda to gather background information for mediation statement(.8).	1.2
01/13/14	Boyd	P230	Prepare for and attend conference call to discuss mediation statement and potential negotiation strategy for mediation on Central Area (.9); review memos prepared by J. Guswa (.8); conduct legal research on application of Gore factors in First Circuit for use in mediation statement (.7).	2.4

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Matter No.: 08743.00103
 Re: Wells G&H Superfund Site

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<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
01/13/14	Jaffe	P230	Reviewing Mr. Guswa proposal regarding source investigation and emails with team regarding same (.7); mediation preparation, including reviewing contract and emails with team regarding same, and team telephone conference on strategic preparation and preparing for same (1.9).	2.6
01/14/14	Boyd	P230	Conduct legal research for use in mediation brief on Central Area (4.5).	4.5
01/15/14	Boyd	P230	Draft mediation statement for mediation with UniFirst on Central Area (3.8).	3.8
01/15/14	Jaffe	P230	Attention to mediation preparation (.8).	0.8
01/17/14	Book	P230	Review S. Dempsey comments to Easement Agreement; revise same and e-mail to S. Dempsey.	2.3
01/17/14	Jaffe	P230	Mediation preparation, including reviewing Guswa technical issues and emails and office conference with Ms. Boyd regarding brief (2.2).	2.2
01/17/14	Boyd	P230	Prepare for and attend meeting with S. Jaffe to discuss mediation brief (1.8); draft mediation statement (3.8).	5.6
01/21/14	Jaffe	P230	Attention to Central Area allocation mediation, including office conferences with Ms. Boyd, reviewing, revising, draft technical statement from Mr. Guswa, and emails with team regarding same (2.9).	2.9
01/21/14	Boyd	P230	Draft mediation statement (4.6).	4.6
01/22/14	Boyd	P230	Conduct legal research on allocation and orphan share for use in mediation statement (1.3); draft mediation statement (3.7).	5.0
01/22/14	Jaffe	P230	Attention to mediation preparation, reviewing draft technical support document from Mr. Guswa, emails with team regarding same, and emails and office conferences with Ms. Boyd regarding same (2.9).	2.9
01/24/14	Jaffe	P230	Attention to mediation preparation, including review of technical support document and exhibits, review of draft mediation statement,	2.8

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<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
			and emails with Ms. Boyd and team regarding same (2.8).	
01/24/14	Boyd	P230	Draft mediation statement (3.3).	3.3
01/25/14	Jaffe	P230	Attention to mediation preparation, including reviewing, revising Guswa technical statement and emails to Mr. Guswa regarding same, and revisions to mediation brief and email to Ms. Boyd regarding same (3.7).	3.7
01/27/14	Jaffe	P230	Attention to Central Area mediation preparation, including reviewing, revising, various drafts of technical memorandum, reviewing mediation brief, and emails with team regarding both (2.9).	2.9
01/27/14	Boyd	P230	Review technical memorandum (2.2); revise mediation statement (1.9).	4.1
01/28/14	Jaffe	P230	Attention to mediation preparation, including reviewing Guswa memorandum, revising mediation brief, reviewing cases for same, and emails with team (4.2).	4.2
01/29/14	Jaffe	P230	Attention to mediation preparation, including revisions to technical memorandum; drafting of mediation brief, and reviewing documents and cases for same (4.7).	4.7
01/29/14	Boyd	P230	Review and revise draft mediation brief (1.8); finalize to send to client and technical group (.3).	2.1
01/30/14	Boyd	P230	Reviewed comments on mediation brief (.3); incorporated comments and revised brief (.4).	0.7
01/30/14	Jaffe	P230	Further revisions to brief and technical memorandum, reviewing exhibits, and emails with team regarding same (2.7).	2.7
01/31/14	Jaffe	P230	Attention to mediation preparation, including revisions to mediation brief and technical memorandum, and emails with team regarding same (2.7).	2.7
01/31/14	Boyd	P230	Review and revise Technical Memorandum (.9); review and revise mediation statement (.3); circulate both to team (.1).	1.3
Total Hours				88.3

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Matter No.: 08743.00103
 Re: Wells G&H Superfund Site

Invoice No.: 534592
 February 28, 2014
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TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Jonathan E. Book	8.1	560.00	= 4,536.00
Amy E Boyd	40.5	523.00	= 21,181.50
Seth D. Jaffe	39.7	671.00	= 26,638.70
Fees			\$52,356.20
Less Discount			(5,000.00)
Total Fees			\$47,356.20

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Matter No.: 08743.00103
 Re: Wells G&H Superfund Site

Invoice No.: 534592
 February 28, 2014
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Disbursement Summary

<u>Date</u>		<u>Amount</u>
01/07/14	Telephone 17124320175 - Iowa - IA (USA)	1.82
01/13/14	Telephone 14435358439 - Columbia - MD (USA)	6.50
01/13/14	Telephone 14435358439 - Columbia - MD (USA)	6.11
01/28/14	In-House Color Photocopying	30.00
01/28/14	Document Production 1-999	0.24
	Total Disbursements	\$44.67
	Total Fees	\$47,356.20
	Total Disbursements	<u>44.67</u>
	Total Fees and Disbursements	<u>\$47,400.87</u>

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Seth D. Jaffe
617-832-1203
Boston

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W.R. Grace & Co.

February 28, 2014
Invoice No.: 534592
Matter No.: 08743.00103

Re: Wells G&H Superfund Site

Total Fees and Disbursements \$47,400.87

Remittance Address:

Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions CitiBank, N.A. 666 5 th Avenue, Floor 5 New York, NY 10103	ABA: 221172610 Swift #: CITIUS33 Account #: 1255513785 Beneficiary: Foley Hoag LLP
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Reference
Information:

Client/Matter #: 08743.00103, Invoice #: 534592
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company